

**FOREST COUNTY POTAWATOMI LEGACY DISTRICT
FCPC HOTEL AND PARKING STRUCTURE ADDITION**

GENERAL PLAN OF DEVELOPMENT – SECOND AMENDMENT

PROJECT DESCRIPTION AND OWNER'S STATEMENT OF INTENT

February 10, 2012
(Common Council File No. 111295)

I. COMPONENTS OF GENERAL PLAN AND SUPPORTING MATERIALS

The Forest County Potawatomi Community (the "Tribe") requests that the existing General Planned Development District zoning of the property at and around 1721 West Canal Street be amended in accordance with this submission. The existing zoning for all parcels except 1611 West Canal Street was established pursuant to an ordinance adopted by the Common Council of the City of Milwaukee on September 27, 2005, in file number 050469, and amended, in file number 110625, adopted on December 30, 2011. The existing zoning for 1611 West Canal Street is IH (Industrial Heavy).

This amendment is being sought for the purposes of amending the district boundary to add the parcel located at 1611 West Canal Street and adding a hotel as a permitted use on that parcel. In addition, district boundaries abutting public streets are being adjusted from street centerlines to parcel boundaries to conform to current City practice.

This Statement of Owner's Intent, together with the accompanying plan sheets and related materials, identified below, constitutes and supports the general development plan.

Plan Sheets

Sheet Index

GPD-1 Cover Sheet / Vicinity Map/Project Team / Sheet Index

GPD-2 Boundary and Topographic Survey

GPD-3 Proposed Project Boundary Description

GPD-4 Existing Facilities Site Plan

GPD-5 Proposed Building and Parking Site Plan

GPD-6 Proposed Campus Perimeter Façade Standards

Exhibit A Statistical Sheet

Exhibit B Site Photographs

II. OVERALL DEVELOPMENT CONCEPT

1. Existing Conditions:

The Tribe's existing facility at 1721 West Canal Street is a 3-story building (ground level, mezzanine and 2nd level) that opened in October of 2000 with a major expansion completed in 2008.

The principal building contains approximately 772,900 total gross square feet and includes casino space, five restaurants, two bars, a bingo hall, a theater and meeting rooms, as well as below-grade valet parking and support spaces such as offices, employee spaces, kitchens, storage, docks, and warehouse. The facility also has a ground level entry lobby, a third level enclosed pedestrian bridge linking the principal building to two adjoining car parking structures with a total capacity of approximately 3,600 vehicles, and a vehicular bridge providing access to the James E. Groppi Unity Bridge from the parking structure.

The building's construction is a combination of concrete and steel, with exterior materials of brick, pre-cast concrete, terra cotta, copper and glass/aluminum. Architectural exterior elements reflecting tribal culture are expressed on the building exterior. The existing parking structures are 6-story prestressed concrete buildings.

The portion of the site occupied by the principal building consists of approximately 7.58 acres of land owned by the Secretary of the U. S. Department of the Interior in trust for the Tribe. There is additional non-trust property of approximately 23.35 acres, which is used currently for back-of-house activities, surface parking lots and the two parking structures. A 1.67-acre area of non-trust property located at 1611 West Canal Street, east and north of the trust property, and bounded by West Potawatomi Circle (formerly 16th Street) on the east and West Canal Street on the north, has been acquired by the Tribe and is being added to the GPD by this submittal. The proposed project to be accommodated by this GPD amendment will occupy the added parcel.

The existing zoning of 1611 West Canal Street is IH (Industrial Heavy). The existing zoning of the rest of the affected land is GPD/DPD.

The Potawatomi Bingo Casino is located in the Menomonee Valley, and employs approximately 2,900 people, more than half of whom are racial and ethnic minorities. The proposed hotel project is expected to add approximately 230 more full-time employment positions. Many Potawatomi Bingo Casino employees come from the surrounding neighborhoods in Milwaukee. The proposed expansion will help to restore the Menomonee Valley to its historical role as a place of stable employment for families in the surrounding neighborhoods.

2. Proposed Project:

The Tribe proposes to develop a luxury hotel on the parcel of land located at 1611 West Canal Street (the former home of Badger Railing). The hotel will include a mix of standard rooms and larger suites. The hotel will be joined to the Tribe's casino by a two story connecting structure. Design and construction (both exterior and interior) as well as operation of the hotel will mark it as a high-end, luxury facility.

The proposed hotel will be a 20 story, 375-385 room facility that will support the existing casino by providing overnight accommodations for out of town guests. The proposed hotel footprint covers 32,960 square feet and the tower will reach a height of approximately 280 feet. The hotel will offer various amenities, which may include the following: a full service restaurant, lobby bar, a retail store, additional meeting rooms, exercise facilities, a bowling alley, spa, and an enclosed pool and entertainment club room and bar at the top of the hotel tower. There will be guest valet drop-off and pickup under a covered porte cochere at the hotel front door. Guest vehicles will exit the porte cochere onto West Potawatomi Circle (former 16th Street) and will enter the existing underground valet parking area below the casino via existing ramps on West Potawatomi Circle (former Pittsburgh Avenue). The hotel will have two dedicated loading dock positions that will supplement the existing casino service docks.

The hotel tower will be clad in a high quality storefront panel system that will consist of white metal panels and floor to ceiling height windows. The exterior of the hotel podium levels one through three will complement the existing casino's high quality building materials and will consist of a combination of full height glazing, brick, precast and metal panels, similar to the current casino's materials.

The proposed project also includes a four level, 480 stall, 49,615 SF precast parking garage that will be constructed directly east of the existing parking garages south of the Casino. The precast exterior spandrel panels will be similar in color, finish and detail to those of the existing parking garages.

Operation of the hotel will be closely coordinated with operation of the Tribe's casino, and will focus on attracting new overnight visitors from outside of the Milwaukee metropolitan area who would not otherwise be staying overnight in the city.

The hotel will be constructed entirely on the former Badger Railing site, which is not Tribal trust land (although the connector to the casino will occupy trust land). For this reason, the hotel will be fully subject to municipal property taxes and municipal ordinances of general application.

Parking requirements for the hotel will be accommodated on site. The existing parking structures have a capacity of approximately 3,600 cars. The existing below grade valet parking structure accommodates 350 additional cars. Existing surface lots in the development currently accommodate another 1,200± cars and are used primarily for employees and some overflow valet parking. Approximately 375 employee spaces will be removed upon construction of the bio-gas electrical generating facility on the west end of the GPD property (pursuant to existing zoning). Parking for an additional 480

cars will be added by construction of a parking structure addition on the east side of the existing parking structure. Surface parking at the location of the proposed parking structure addition will be replicated along the east side of the structure. The total parking capacity for the overall GPD property will be approximately 5,270 cars. On-street parking will not be necessary.

3. Approved Uses:

Sheets GPD-4 and GPD-5 show the existing and proposed building and parking zones within the site, as well as circulation facilities and open space. Following are the potential uses, square footages, and maximum heights for each of the zones, as applicable:

- A. Entertainment and Support Facilities with Underground Parking -- Uses within this area may include Gaming Facility, Theater, Conference and Exposition Center, Restaurant -- Sit Down, Bar, Cultural Institution, and Parking Structure. Maximum gross square footage will be 1,000,000 square feet, with a maximum height of four stories.
- B. Future Development Zone -- No longer applicable.
- C. Structured Parking -- Uses may include Parking Structure, and General Office. Maximum parking structure height is 8 parking levels, which would include any office space.
- D. Surface Parking -- Uses may include Parking Lot, including bus parking, and Parking Structure. Maximum parking structure height is 8 parking levels.
- E. Circulation Facilities -- Uses may include roadways, driveways, vehicular bridge, and pedestrian facilities, including elevated walkway, as further defined in III.G.
- F. Open Space -- Uses may include storm water management facilities, landscape areas, and pedestrian facilities, as further defined in III.F.
- G. Biogas Cogeneration Facility -- The facility will use anaerobic digestion to produce fuel gas and useable organic solids from food and beverage industry waste, with the gas being used to produce electric power as well as recoverable waste heat.
- H. Hotel -- Use may include commercial hotel and related facilities, such as shops, restaurants and bars, meeting rooms, exercise facilities, a spa and pool, a bowling alley, circulation and drop-off facilities. Maximum height of the hotel is 22 stories.

4. Land Use Plan for the Menomonee Valley:

On August 10, 1998, the City Plan Commission adopted a Market Study, Engineering, and Land Use Plan for the Menomonee Valley as an element of the comprehensive

plan of the City. This document (the "Menomonee Valley Plan") was approved by the Common Council on September 23, 1998, in File No. 980698, in a resolution providing that the Menomonee Valley Plan is to provide guidance and serve as a basis for decision making by the Common Council on land use and physical development issues.

A great deal has happened in the Menomonee Valley since adoption of the Menomonee Valley Plan. Indeed, many of its goals and recommendations have been realized. The 6th Street Viaduct has been rebuilt to provide an at-grade connection of 6th Street to Canal Street, the Marquette Playing Fields have been constructed on Canal Street, the Harley Davidson Museum has been built, Canal Street has been reconstructed and extended to Miller Park Way, new stormwater parks have been constructed, a variety of new office, commercial and industrial buildings have been developed and, of course, the Tribe completed a new casino in 2000 and a major expansion of that casino in 2008. The Tribe's bio-gas facility is scheduled for construction in 2012

The Tribe is proud to have played a role in the extraordinary re-birth of the Menomonee Valley. We believe that the current project will constitute another step in its fulfillment. Indeed, the growth of Potawatomi Bingo Casino since the Valley Plan's adoption has been one of the driving forces behind the revitalization of the Valley as a whole that the Plan sought to bring about. The new hotel will strengthen Potawatomi Bingo Casino as one of the economic engines driving the Valley, and will bring to the Valley and the City of Milwaukee as a whole a substantial influx of new visitors with all of its attendant economic benefits for the larger community.

5. Storm Water Management

A comprehensive storm water management plan will be provided for the site, to address City of Milwaukee and Milwaukee Metropolitan Sewerage District storm water rules and ordinances. Storm water management facilities may include pervious pavements, biofiltration basins, surface, aboveground, and underground storm water storage, proprietary storm water treatment devices, and other Best Management Practices (BMPs) designed to meet storm water quantity and quality control criteria.

III. COMPLIANCE WITH STANDARDS

The proposed GPD development rezoning complies with, or varies from, the standards prescribed by Section 295-907 of the Milwaukee Code of Ordinances in the following respects:

A. Size (295-907.2.c-1-a.)

The Forest County Potawatomi Legacy District area subject to the GPD is approximately 1,518,523 square feet (34.86 acres).

B. Density (295-907.3.c.)

Not applicable.

C. Space Between Structures (295-907.3.d.)

The location of structures will comply with applicable provisions of Section SPS 361.05, Wis. Admin. Code, adopting the International Building Code with modifications as set forth in Chapter SPS 362, Wis. Admin. Code.

D. Setbacks (295-907.3.e.)

Proposed standards for façade and landscaping treatments have been established for street edges within the development. The setbacks are defined below for each façade treatment. Refer to Sheet GPD-6 for the location of the treatments.

Principal Façade is defined as the public façade designed in accordance with the City of Milwaukee Urban Design Guidelines. The Principal Façade areas will be associated with the main buildings and parking structure fronts. The Principal Façade areas will have setbacks from the property line of a minimum of zero feet, to a maximum of 30 feet. The Principal Façade areas will have pedestrian and vehicular entrances designed for the public, as well as for deliveries. The Principal Façade areas will have landscaping and streetscape treatments designed to enhance the pedestrian experience. This could include decorative pavements, special lighting, street trees, planting beds, benches, directional signage, and culturally-related features on the building façade and within the pavement. There will also be canopies and seating areas at the entrances and valet parking drop off areas.

Secondary Façade is defined as the area not generally exposed to significant public contact. Secondary Façade areas will be associated with the back of the building areas, parking structures, utilities, and materials management facilities, facing the interiors of the project site. Pedestrian and vehicular access points will not be used by the public. Parking structure facades may be partially open, for ventilation purposes.

Existing Façade will generally remain as is, but may have landscape and streetscape improvements to improve the pedestrian experience, where appropriate.

E. Screening (295-907.3.f.)

Urban Landscape Treatment will be used as a landscape buffer along all streets. New landscaping will conform to City of Milwaukee requirements. Screening of surface parking and circulation facilities will be Type "B" landscaping (standard hard urban edge landscaping) and Type "C" Landscaping (modified hard urban edge landscaping) conforming to Section 295-405.1.b-1 through 03. Facilities such as mechanical equipment or enclosures, dumpsters, and other trash collection equipment, will be screened per Section 295-405.1.b-7, Type "G" Landscaping (object screening), wherever these facilities are visible to the public. Fencing and walls will be in accordance with Table 295-405.1-c, Fence/Wall and Landscaping Requirements for Landscape Types, and Section 295-405.1.c-5.

F. Open Spaces (295-907.3.g.)

Open spaces are shown on Sheet GPD-5. Open spaces will include facilities for storm water management, pedestrian circulation, including paved paths and seating areas; landscaped and garden areas with walls and fencing; information features such as signs or kiosks; lighting, shielded so as to not cause glare on adjoining streets and residences; and decorative enhancements, such as flagpoles, artwork, or water features. Landscaping and screening in open spaces will be maintained so as not to create a nuisance or hazardous condition.

G. Circulation Facilities (295-907.3.h.)

The general location of circulation facilities, including pedestrian and vehicle access and egress, as well as dropoff and loading facilities, and elevated pedestrian and vehicular bridges, is identified on Sheet GPD-5. Adequate access for pedestrians and private vehicles will be provided. Parking and loading facilities will be located near the uses they support and will be adequately screened.

H. Landscaping (295-907.3.i.)

Site landscaping standards will conform to Section 295-405, Milwaukee Code of Ordinances; and will be of a quality consistent with the standards of the American Association of Nurserymen (ANSI 260.1). Surface parking and circulation facilities will be landscaped and screened in conformance with in Section 295-405.1.b, as specified in III.E above. Open spaces will include the uses and related landscape standards as specified in III.F, above. Landscaping will meet or exceed the requirements of Section 295-405.1.c, for planting materials, fencing and walls, and berms. Landscape features may encroach into the public right-of-way, with City approval, in accordance with Section 295-405.1.c-8.

I. Lighting (295-907.3.j.)

New building lighting will conform to the Illuminating Engineering Society Standards and City of Milwaukee Ordinances. All exterior lighting will be shielded so as not to cause glare on adjoining streets, or light escape to nearby residences.

J. Utilities (295-907.3.k.)

All new utility lines will be installed underground. New transformers and substations will be installed within buildings or will be otherwise screened from view.

K. Signs (295-907.3.l.)

Signs will be developed per a Master Sign Program, in accordance with Section 295-907.3.l-3, Milwaukee Code of Ordinances, and other requirements of the City of Milwaukee. The Master Sign Program includes monument signs, directional signs, identification signs, informational signs, and canopy signs.

The Main Entrance sign will be a monument sign, located on Canal Street, at the northeast corner of the site. It will have a 2-foot tall masonry base, a 15-foot long, 3-foot high sign panel, two sided, metal, externally lit, with a 16-foot tall decorative lantern.

Large signs with individual internally-illuminated letters will be mounted at or near the top of the hotel. The length of these signs may equal the length of the building wall to which they are attached and their height may be up to 15 feet.

The vehicular bridge connection from the James E. Groppi Unity Bridge to the existing parking structure will be straddled at the face of the parking structure by a 30-foot wide by 15-foot high video screen sign, which will provide directional information and details on activities at the casino. The sign will be metal, and will be internally lit.

There will be monument signs at key locations around the site, to provide directional information. The signs will range in height from 4.5 feet to 8 feet, and in width from 2.8 feet to 4 feet. These signs may be internally or externally lit. Signs may be located in the right of way, or off-premise, subject to City approval.

There will be pole mounted signs, for directional and other information, that may serve other functions, such as, decorative lighting, flag poles, and time or temperature displays.

Informational signage will be provided at entrance canopies and at parking structure entrances and exits.

The detailed Master Sign Program will be submitted as part of the Detailed Plan Development (DPD) submittal.

L. Survey (295-907)

The survey, Sheet GPD-2, shows topography within the project areas at 1-foot intervals.

IV. "STATISTICAL SHEET" INFORMATION

Section 295-907.2.c-1 of the Milwaukee Code of Ordinances provides that this Owner's GPD Project Description contain a statistical sheet setting forth specific information on the project. The pertinent information required under this Section is set forth on the Statistical Sheet attached hereto as Exhibit A.

EXHIBIT A
GENERAL PLAN DEVELOPMENT STATISTICAL SHEET
FOREST COUNTY POTAWATOMI LEGACY DISTRICT

2.b-1-a	Gross Owned Land Area	<u>1,420,203</u> sf	<u>32.60</u> ac	
2.b-1-b	Maximum Amount of Land Covered by Principal Buildings	<u>310,000</u> sf	<u>7.11</u> ac	<u>22</u> percent of total
2.b-1-c	Maximum Amount of Land Devoted to Parking, Drives and Parking Structures	<u>750,000</u> sf	<u>17.22</u> ac	<u>53</u> percent of total
2.b-1-d	Minimum Amount of Land Devoted to Landscaped Green Space	<u>275,000</u> sf	<u>6.31</u> ac	<u>19</u> percent of total
2.b-1-e	Total Area Devoted to Non-Residential Uses	<u>1,420,203</u> sf	<u>32.60</u> ac	<u>100</u> percent of total
2.b-1-f	Proposed Number of Buildings	<u>3</u>		
2.b-1-i	Parking Spaces Provided	<u>825</u> Surface		
		<u>4,445</u> Structured		
		<u>5,270</u> Total		
		<u>-----</u>		Number of cars per 1,000 square feet

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT FCPC HOTEL AND PARKING STRUCTURE ADDITION GENERAL PLAN DEVELOPMENT



South View from Hotel Site



Southwest View from Hotel Site

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT FCPC HOTEL AND PARKING STRUCTURE ADDITION GENERAL PLAN DEVELOPMENT



West View from Hotel Site



North-Northwest View from Hotel Site

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT FCPC HOTEL AND PARKING STRUCTURE ADDITION GENERAL PLAN DEVELOPMENT



North View from Hotel Site



North East View from Hotel Site

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT FCPC HOTEL AND PARKING STRUCTURE ADDITION GENERAL PLAN DEVELOPMENT



East View from Hotel Site



South East View from Hotel Site

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT FCPC HOTEL AND PARKING STRUCTURE ADDITION GENERAL PLAN DEVELOPMENT



South View from Parking Structure Site



South West View from Parking Structure Site

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT
FCPC HOTEL AND PARKING STRUCTURE ADDITION
GENERAL PLAN DEVELOPMENT



West View from Parking Structure Site



North West View from Parking Structure Site

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT FCPC HOTEL AND PARKING STRUCTURE ADDITION GENERAL PLAN DEVELOPMENT



North View from Parking Structure Site



North East View from Parking Structure Site

EXHIBIT B

FOREST COUNTY POTAWATOMI LEGACY DISTRICT FCPC HOTEL AND PARKING STRUCTURE ADDITION GENERAL PLAN DEVELOPMENT



East View from Parking Structure Site



South East View from Parking Structure Site